



225241

CERTIFICATE OF OWNERSHIP  
AND MERGER OF  
THE MACKE COMPANY  
(a Delaware corporation)

FIRST: THE MACKE COMPANY, a Delaware corporation, owns one hundred percent (100%) of the outstanding shares of capital stock of ~~MACKE COMPANY, INCORPORATED~~, a Delaware corporation.

BAGWELL - NEAL INCORPORATED

SECOND: On July 8, 1969, the Board of Directors of THE MACKE COMPANY adopted the following resolutions:

WHEREAS, this Corporation now owns all of the outstanding shares of capital stock of ~~MACKE COMPANY, INCORPORATED~~, a corporation organized under the laws of the State of Delaware; and

WHEREAS, it is deemed advisable that ~~MACKE COMPANY, INCORPORATED~~ be merged into this Corporation so that all the estate, property, rights, privileges and franchises of ~~MACKE COMPANY, INCORPORATED~~ shall vest in and be possessed by this Corporation;

BAGWELL - NEAL INCORPORATED  
RESOLVED: That ~~MACKE COMPANY, INCORPORATED~~ be merged into this Corporation, and that this Corporation assume all of the obligations of ~~MACKE COMPANY, INCORPORATED~~;

BAGWELL - NEAL INCORPORATED

RESOLVED, FURTHER: That the appropriate officers of this Corporation be, and each of them hereby is, authorized and directed to make and execute, in the name and under the corporate seal of this Corporation, a certificate of ownership and merger of all the stock of said ~~MACKE COMPANY, INCORPORATED~~, and of the adoption and date of adoption of these Resolutions, and to file such certificate in the Office of the Secretary of State of the State of Delaware and to have a copy certified by said Secretary of State recorded in the office of the Recorder of New Castle County, and to do all other acts and things that may be necessary to carry out and effectuate the purpose of these Resolutions.

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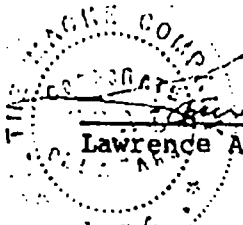
THIRD: For all purposes of the laws of the State of Delaware, the merger herein provided for shall become effective upon the filing of this Certificate with the Office of the Secretary of State of Delaware.

IN WITNESS WHEREOF, THE MACKE COMPANY has caused this Certificate of Ownership and Merger to be executed on its behalf and under its corporate seal by its President and its Secretary, as of the 8th day of July, 1969.

THE MACKE COMPANY

ATTEST:

By *Aaron Goldman*  
Aaron Goldman, President

  
*Lawrence A. Miller*  
Lawrence A. Miller, Secretary  
(Corporate Seal)

STATE OF MARYLAND                     )  
  ) ss:  
COUNTY OF PRINCE GEORGE'S    )

The undersigned, a Notary Public in and for the jurisdiction aforesaid, does hereby certify that Aaron Goldman, who is known to me as the President of THE MACKE COMPANY, a Delaware corporation, personally appeared before me in said jurisdiction and acknowledged to me that he, as such President, being authorized so to do, executed the foregoing Certificate of Ownership and Merger by THE MACKE COMPANY, as his free act and deed, and that the facts stated therein are true.

WITNESS my hand and official seal this 8th day of July, 1969.

  
(Notarial Seal)

*Patricia A. Stewart*  
Notary Public

*My Commission Expires: 7/1/70*

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